

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

GUY CARPENTER & COMPANY, LLC and
MARSH & McLENNAN COMPANIES, INC.,

Plaintiffs,

- against -

JULIAN SAMENGO-TURNER, RON WHYTE,
and MARCUS HOPKINS,

Defendants.

07 Civ. 3580 (DC) (KNF)

DECLARATION

I, Lynsey Mansfield, hereby declare:

1. I am employed by Marsh Services Limited (“MSL”) as Head of International HR (excluding the Americas) and Head of HR for the global facultative reinsurance business (which includes the Americas) at Guy Carpenter & Company, LLC (“Guy Carpenter”). I have been employed for approximately eighteen months. In my role, I am the human resources professional responsible for covering the global facultative reinsurance group, of which defendants Julian Samengo-Turner, Ron Whyte and Marcus Hopkins (collectively “defendants”) are a part. I submit this declaration in opposition to defendant Ron Whyte’s motion to dismiss plaintiffs’ complaint due to alleged lack of personal jurisdiction and forum *non conveniens*.

2. Guy Carpenter’s principal place of business is located at One Madison Avenue, New York, New York 10010. Guy Carpenter is an indirect wholly owned subsidiary of Marsh & McLennan Companies, Inc. (“MMC”).

3. Messrs. Julian Samengo-Turner, Ron Whyte and Marcus Hopkins have been employed by MSL and have worked in the facultative reinsurance group of Guy Carpenter

since, respectively, September 23, 1991, September 20, 1988 and April 10, 2000. In my prior declaration to the Court dated May 10, 2007, I stated that defendants have been employed by Guy Carpenter. In stating that, I was referring to the fact that defendants provided services to Guy Carpenter, which was the material issue in relation to the matters before this Court. In that sense only, they can be said to have “worked for” Guy Carpenter. I did not focus on the question of which specific company in the Guy Carpenter group was their employer (in the sense of being the party to their employment contracts). In fact, although defendants have throughout their employment provided services to Guy Carpenter, their actual employer has been MSL (formerly Marsh Corporate Services Limited and prior to that J&H Marsh & McLennan (Services) Limited). This is clearly shown in defendants’ respective employment contracts which were in any event attached as Exhibits A-C to my May 10 declaration.

4. On or about April 3, 2007, each of defendants provided notice of his resignation to join Integro Insurance Brokers, a competitor of plaintiffs whose principal place of business is located in New York, New York. At the time notice of their resignations was given, Mr. Samengo-Turner and Mr. Whyte co-led Guy Carpenter’s global facultative reinsurance business unit (including supervising, among other persons, Guy Carpenter facultative brokers in the United States), doing business under the trademark GCFac, and Mr. Hopkins was head of Guy Carpenter’s U.K. facultative reinsurance operation.

5. As a result of my HR positions, I am familiar with the various incentive compensation plans offered by Guy Carpenter and MMC. MMC offers incentive compensation plans to certain employees employed by MMC and its subsidiaries or affiliates in order to strengthen the mutuality of interest between them and MMC’s shareholders and to provide appropriate incentives for such employees to remain with MMC and its subsidiaries or affiliates.

One of these plans is the Marsh & McLennan Companies 2000 Senior Executive Incentive and Stock Award Plan (the "Plan").

6. Effective November 1, 2005, MMC made special long term incentive grants under the Plan to Guy Carpenter executives, including each of defendants. The original agreements evidencing these grants signed by participants (including those of defendants) are maintained in New York. Recommendations regarding the amounts to be granted to such individuals were made by senior management in New York with input from the local business heads. Final approval regarding these grants was given by the Compensation Committee of the MMC Board of Directors in New York.

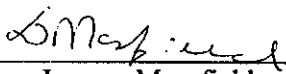
7. I have reviewed records to ascertain the amount of business travel to New York made by defendants over the last few years. My review of such records indicates that defendants have made numerous business trips to New York in recent years:

- Mr. Whyte made business trips to New York in or about March 2005, April 2005, July 2005, December 2005, September 2006 and October 2006. The purpose of such trips included attendance at GCFac meetings for senior executives.
- Mr. Julian Samengo-Turner made business trips to New York in or about February 2004, March-April 2004, May 2004, July 2004, September 2004, October 2004, December 2004, January 2005, February 2005, March 2005, April 2005, July 2005, November 2005, December 2005, March 2006, June 2006 and October 2006. The purpose of such trips included attendance at GCFac meetings for senior executives and recruiting activities.

- Mr. Hopkins made business trips to New York in or about October 2004, July 2005, January 2006 and October 2006. The purpose of such trips included attendance at GCFac meetings for senior executives and client meetings.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed: London, England, United Kingdom
June 7, 2007



Lynsey Mansfield